

PY P9768.8/4 no.31

THE PUBLIC SERVICE COMMISSION
OF THE
COMMONWEALTH OF PENNSYLVANIA

GENERAL ORDER NO. 31

BY THE COMMISSION:

Whereas, Article III, Section 4 (d) of the Public Service Company Law of June 26, 1913, P. L. 1374, as amended by the Act of June 3, 1933, P. L. _____, (Act No. 333), provides:

"Before issuing, disposing of, guaranteeing, or assuming liability on any securities (stocks, trust certificates, bonds, notes, or other evidences of indebtedness, or other securities, payable in periods of twelve months or more after the date thereof), every public service company shall file with the Commission an application in such form as the Commission may from time to time determine and prescribe * * * ;"

THEREFORE, NOW, to wit, June 26, 1933, IT IS ORDERED, Effective July 1, 1933: That all applications for approval of securities, as defined by said Act, shall be made in such detail as will enable the Commission to determine the lawfulness of the purpose of issuance, disposal or assumption thereof, the reasonable necessity of the securities for such purpose, and all other matters which the Commission is authorized or required to consider and pass upon in regard to the approval of such securities, and to this end the form contained hereinbelow be and is hereby adopted, determined and prescribed as the form in which each such application shall be filed, said form to be completed by the applicant so as to set forth all information therein indicated and all additional information which may be material or pertinent to the particular issuance, disposal, guaranty or assumption involved.

ATTEST:

THE PUBLIC SERVICE COMMISSION
OF THE
COMMONWEALTH OF PENNSYLVANIA

Louis T. Well
Secretary

Ray Shelly
Acting Chairman.

(S E A L)

(Numbers in parentheses refer to instructions printed upon the reverse of this form)

To The Public Service Commission of
the Commonwealth of Pennsylvania,
Harrisburg, Pennsylvania.

I. Your petitioner, _____,
the principal office of which is at _____, is a
corporation organized under the laws of _____ on _____
19____, to exist for a term of ____ years, and is vested with lawful
authority to render _____ service to the public in the
following generally-described territory:

II. The affiant hereto knows or believes that your peti-
tioner is _____ controlled either directly or indirectly by one or
more holding companies, as defined in Section 11 (d) of Article III
of The Public Service Company Law;⁽¹⁾ further, that the affiant hereto
knows or believes the names of all such holding companies controlling
your petitioner to be:

INSTRUCTIONS

(1) This definition reads "A holding company shall mean every corporation, domestic or foreign, owning or holding or controlling directly or indirectly ten per centum or more of the voting capital stock of such public service company."

(2) This date shall not exceed three months prior to the date of filing this application. The accounts contained in the balance sheet and income statement shall be in accordance with this Commission's Uniform Classification of Accounts, where prescribed for the type and size of public service company to which the petitioner belongs; otherwise such accounts shall be in accordance with petitioner's general ledger.

(3) An income statement is required in all cases except that of a newly-created corporation.

(4) Any exceptions to this statement must be set forth in detail on a rider attached to paragraph III.

(5) Use here language descriptive of the nature of the transaction for which approval is sought, such as "issue and sell", "issue into treasury", "release from treasury and exchange", etc.

(6) If the security involved in this application is stock without par value, the words "principal amount" shall be construed to mean "number of shares."

(7) Exclude from this table data with reference to securities of kinds, classes or series other than that kind, class or series which is the subject of this application.

(8) Attach a rider explaining any amounts inserted on this line.

(9) This description should include nominal date of issue, date of maturity, interest rate and dates, name of trustee, callability and conversion provisions, and reference to any sinking fund - or such thereof as are applicable - in the case of indebtedness; or par value, voting powers, callability, preference as to dividends and assets, cumulative and participating provisions - or such thereof as are applicable - in the case of stock.

(10) The nature of the instrument, copy of which is required to be attached to the application, depends upon the type of security referred to in paragraph VI. If the security is a type of indebtedness issued under a primary instrument such as a mortgage, deed of trust or trust agreement, attach a copy of the primary instrument instead of a copy of the security itself; if the security is any other type of indebtedness, attach a copy of the evidence of indebtedness itself; if the security is stock, attach a copy of the stock certificate. An exception to the requirement of this paragraph may be made if a copy of the instrument has been already filed with this Commission, but in such case petitioner must refer in paragraph IX to the Security Application (or Certificate of Notification) number at which filed, and must state that such copy is made a part of this petition.

III. A balance sheet of your petitioner as of (2) _____, 19____, and a detailed income statement (3) of your petitioner for a period of one year ended on that date, are attached hereto, made parts hereof, and marked "Schedule A" and "Schedule B", respectively. Your petitioner represents that the amount shown in such balance sheet as being "Corporate Surplus Unappropriated" (or as being earned surplus, where "Corporate Surplus Unappropriated" account has not been prescribed for petitioner's use), is in fact an earned surplus in its entirety. (4)

IV. The names and status of all stocks and funded debt of your petitioner as of the date of this application are:

V. Your petitioner represents that it has never been in default in payment of interest or principal of any bonds or other funded debt, and that it has never passed a dividend upon any cumulative preferred stock, except in those instances the details of which are described as follows:

(11) The Public Service Company Law limits the issuance, disposition, guaranty or assumption of securities to six specific purposes and one general purpose, namely:

- (a) Acquisition of property
- (b) Construction, completion, extension, improvement or betterment of facilities
- (c) Improvement of service
- (d) Obtaining of working capital
- (e) Discharge or lawful refunding of obligations
- (f) Reimbursement of moneys actually expended for any of the aforesaid purposes from income or from other moneys in the treasury of the applicant, however derived, not secured or obtained from the issue of its stocks, bonds, notes or other evidences of indebtedness, payable at periods of twelve months or more after the date thereof
- (g) Other corporate purposes allowed by law

The nature and extent of information to be inserted in paragraph XI will vary in each case, but the petitioner should be guided by the general rule that the data must be detailed and complete. The following suggestions will afford a conception of the type of information required by the Commission.

A. If the purpose is the acquisition of property, show name and address of vendor; docket number of Commission's approval of sale, if any; brief description of property as to location and whether all or part of a completed system; full consideration to be paid, including any of vendor's indebtedness to be assumed by petitioner; list of accounts and amounts at which property is charged, and reserve for depreciation thereof credited, on vendor's books; list of accounts and amounts at which property is to be charged, and reserve for depreciation thereof credited, on petitioner's books.

B. If the purpose is the construction, extension or improvement of facilities, give a brief description of such construction, extension or improvement; list of accounts to be charged with such construction, extension or improvement; showing opposite each account the estimated cost to be charged thereto; list of accounts and amounts to be credited for abandoned property as a result of improvement; state date when it is expected that construction, extension or improvement will be put into service.

C. If the purpose is to obtain working capital, submit statement of cash position, and ratio of current assets to current liabilities, at end of each of last twelve months; also an estimate of cash position, and ratio of current assets to current liabilities, at end of each of next twelve months.

D. If the purpose is to refund obligations, describe obligations in detail; explain as to any exchange offer; state date and amount of last disposition of obligation, and price received therefor; explain purpose for which obligation was issued, or refer to number of Security Application or Certificate of Notification in which such purpose of issue is set forth.

VI. Your petitioner now proposes to⁽⁵⁾ _____
a security designated _____
in the principal amount⁽⁶⁾ of _____; the present and
proposed status of such security is shown in the following table:⁽⁷⁾

| | Present Status | Changes Proposed in this Application | Proposed Status |
|-------------------------------------------------------------------|-------------------|-----------------------------------------------|--------------------|
| Total amount authorized by charter, mortgage, etc. | _____ | _____ | _____ |
| Amount issued into and held in treasury | _____ | _____ | _____ |
| Amount pledged as collateral | _____ | _____ | _____ |
| Amount outstanding with holders-for- value | _____ | _____ | _____ |
| Amount reacquired from holders-for- value and held in treasury | _____ | _____ | _____ |
| Amount retired or cancelled | _____ | _____ | _____ |
| Amount in other status ⁽⁸⁾ | _____ | _____ | _____ |
| Amount authorized but unissued | _____ | _____ | _____ |

VII. A copy of the resolution of the board of directors of
your petitioner, authorizing the security transaction herein sought
to be approved, is attached hereto, made part hereof, and marked
"Schedule C."

VIII. A concise description of such security is as follows:⁽⁹⁾

E. If the purpose is reimbursement for moneys expended, state the dates upon which, or between which, such expenditures were made; state in detail the purpose for which the moneys were expended; list the names and principal amounts of any securities already issued against all or a portion of such expenditures.

(12) State whether to be issued, disposed of, guaranteed or assumed.

(13) State whether issuance, disposal, guarantee or assumption.

IX. A full and complete statement of the terms and conditions of such security is contained in a copy of ⁽¹⁰⁾ _____ attached hereto, made part hereof, and marked "Schedule D".

X. The proposed method of marketing and terms of sale are shown hereunder:

| <u>Class and Name</u> <u>of Purchaser</u> | <u>Principal</u> <u>Amount</u> ⁽⁶⁾ <u>To Be Sold</u> | <u>Discount</u> <u>To Be</u> <u>Incurred</u> | <u>Commission</u> <u>To Be Paid</u> | <u>Net Consid-</u> <u>eration To</u> <u>Petitioner</u> |
|----------------------------------------------|-----------------------------------------------------------------------|----------------------------------------------------|----------------------------------------|--------------------------------------------------------------|
| Affiliated Interests: | | | | |
| _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ |
| Investment Bankers or Brokers: | | | | |
| _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ |
| Stockholders | _____ | _____ | _____ | _____ |
| Employees | _____ | _____ | _____ | _____ |
| General Public | _____ | _____ | _____ | _____ |
| Others (Specify) | _____ | _____ | _____ | _____ |
| Totals | _____ | _____ | _____ | _____ |

XI. The purposes ⁽¹¹⁾for which the security is to be ⁽¹²⁾_____, are:

XII. All accounts and amounts proposed to be charged and credited on your petitioner's books as a result of this transaction are:

Wherefore your petitioner seeks the approval by your Commission of the (13) _____ of securities as set forth in paragraph VI hereof, and prays that a Certificate of Public Convenience may issue, pursuant to Section 4 of Article III of The Public Service Company Law of 1913 as amended by the Act of June 3, 1933, P. L. _____ (Act No. 333).

(Treasurer, Auditor, Controller or
Other Acting Fiscal Head)

AFFIDAVIT

State of _____

County of _____

_____, being duly sworn, deposes
(Name of Affiant)
and says that he is _____ and the acting fiscal
(Official Capacity)
head of _____; that he is familiar
(Name of Petitioner)
with the matters and things referred to in the foregoing petition;
and that the statements made therein and the schedules attached
thereto are true and correct as of the date of this affidavit.

(Signature of Affiant)

Sworn and subscribed before me this

_____ day of _____, 19__.

(Notary Public)

My Commission expires _____, 19__.

